FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

05-14-1999

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U.S. Department of Commerce

Patent and Trademark Office **TRADEMARK** 

2-1191 RECORDATION FORM COVER SHEET			
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Submission Type	Conveyance Type  Assignment License		
X New	Assignment License		
Resubmission (Non-Recordation) Document ID #	Security Agreement Nunc Pro Tunc Assignment  Effective Date		
Correction of PTO Error	Merger Month Day Year		
Reel # Frame #	Change of Name		
Corrective Document			
Reel # Frame #	X Other Release of Security Interest		
Conveying Party	Mark if additional names of conveying parties attached Execution Date		
Name Heller Financial, Inc.	Month Day Year		
Team of the second seco			
Formerly			
Individual General Partnership	Limited Partnership X Corporation Association		
Other			
X Citizenship/State of Incorporation/Organizat	ti <b>on</b> Delaware		
Receiving Party  Mark if additional names of receiving parties attached			
Name Hard Candy, Inc.			
DBA/AKA/TA			
Composed of			
Address (line 1) 110 North Doheny Drive			
Address (line 2)			
Address (E. a. a.			
Address (line 3) Beverly Hills City	California 90211 State/Country Zip Code		
Individual General Partnership	Limited Partnership If document to be recorded is an assignment and the receiving party is		
X Corporation Association	not domiciled in the United States, an		
Association	appointment of a domestic representative should be attached.		
Other	(Designation must be a separate		
X Citizenship/State of Incorporation/Organizat	ion California		
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<b>FORM</b>	PTO-1618B
Expires 06/	30/99

### Page 2

U.S. Department of Commerce Patent and Trademark Office TRADFMARK

OMB 0651-0027		TRADEMARK
	epresentative Name and Address	Enter for the first Receiving Party only.
Name		
Address (line 1)		
Address (line 2)		
Address (line 3)		
Address (line 4)		
Correspond	lent Name and Address Area Code and Te	lephone Number 312/984-3166
Name	Wendi E. Sloane, Esq.	
Address (line 1)	c/o Barack Ferrazzano Kirschbaum Per	lman & Nagelberg
Address (line 2)	333 W. Wacker Drive, Suite 2700	
Address (line 3)	Chicago, Illinois 60606	
Address (line 4)		
Pages	Enter the total number of pages of the attac including any attachments.	hed conveyance document #
Trademark	Application Number(s) or Registration	Number(s) Mark if additional numbers attached
		ber (DO NOT ENTER BOTH numbers for the same property).
	demark Application Number(s)	Registration Number(s)
		2,101,628 2,213,794 2,055,333
	—, [————, l	2,215,697 2,122,972 2,055,332
<u> </u>		2,215,697 2,122,972 2,055,332
		2,215,763 2,099,033 2,107,477
Number of	Properties Enter the total number of prop	perties involved. # 88
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Statement a	and Signature	
To ti	he best of my knowledge and belief, the foregoing	information is true and correct and any
	ched copy is a true copy of the original document. $\int \int \int d\mathbf{r} d\mathbf{r}$	Charges to deposit account are authorized, as
nac	; //// s//.	
Wendi E. Sloa	ine, Esq.	May 10, 1999
Name	of Person Signing Sig	gnature Date Signed

FORM PTO-1619C CONTINUAL CONTINUAL TRADEMARK	ATION	U.S. Department of Commerce Patent and Trademark Office TRADEMARK
Conveying Party Enter Additional Conveying Party	ark if additional names of conveying par	ties attached Execution Date Month Day Year
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Citizenship State of Incorporation/Organization		
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Corporation Association	not do appoin	miciled in the United States, an Atment of a domestic
Other	(Design	entative should be attached nation must be a separate pent from the Assignment.)
Citizenship/State of Incorporation/Organization		<b></b>
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	Registration	Number(s) 704 2,215,765
	Registration 2,215,764 2,101,	Number(s) 704 2,215,765 563 2,057,402
	Registration 2,215,764 2,101, 2,117,509 2,103,	Number(s) 704 2,215,765 563 2,057,402 401 2,099,558
	Registration  2,215,764  2,101,  2,117,509  2,103,  2,213,795  2,057,	Number(s)  704
	Registration  2,215,764  2,101,  2,117,509  2,103,  2,213,795  2,057,  2,107,326  2,213,	Number(s)  704

FORM PTO-1618C Expires 06/30/99 OMB 0651-0027

# RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

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		rs for the same property).
Trademark Application Number(s)	Registration	Number(s)
Trademark Application Number(s)	Registration 2,057,533 2,099,	Number(s)  2,101,706
Trademark Application Number(s)	Registration	Number(s)  2,101,706
Trademark Application Number(s)	Registration 2,057,533 2,099,	Number(s)  641 2,101,706  341 2,057,564
Trademark Application Number(s)	Registration 2,057,533 2,099, 2,055,334 2,059,	Number(s)  2,101,706  2,057,564  2,101,707
Trademark Application Number(s)	Registration  2,057,533  2,099,  2,055,334  2,059,  2,055,337  2,055,	Number(s)  2,101,706  2,057,564  2,057,338
Trademark Application Number(s)	Registration  2,057,533  2,099,  2,055,334  2,059,  2,055,337  2,055,  2,099,	Number(s)  641

FORM PTO-1618C CONTINUAL C	ATION	U.S. Department of Commerce Patent and Trademark Office TRADEMARK
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	2,213,796 2,05	
	2,213,796     2,05       2,101,630     2,21	9,342 2,112,077
	2,213,796     2,05       2,101,630     2,21       2,101,627     2,05	2,112,077       5,767       2,055,335
	2,213,796     2,05       2,101,630     2,21       2,101,627     2,05	2,112,077       5,767     2,055,335       7,566     2,103,641       5,766     2,115,554
	2,213,796     2,05       2,101,630     2,21       2,101,627     2,05       2,057,403     2,21	2,112,077       5,767     2,055,335       7,566     2,103,641       5,766     2,115,554

FORM	PTO-1618B
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### Page 2

U.S. Department of Commerce Patent and Trademark Office TRADEMARK

Domestic R	presentative Name and Address Enter for the first Receiving Party only.	
Name		
Address (line 1)		
Address (line 2)		
Address (line 3)		
Address (line 4)		
Correspond	ent Name and Address Area Code and Telephone Number 312/984-3166	
Name	Wendi E. Sloane, Esq.	
Address (line 1)	c/o Barack Ferrazzano Kirschbaum Perlman & Nagelberg	
Address (line 2)	333 W. Wacker Drive, Suite 2700	
Address (line 3)	Chicago, Illinois 60606	
Address (line 4)		
Pages	Enter the total number of pages of the attached conveyance document #	
Trademark /	pplication Number(s) or Registration Number(s) Mark if additional numbers attached	
Enter either the	rademark Application Number <u>or</u> the Registration Number (DO NOT ENTER BOTH numbers for the same property).	
Trac	mark Application Number(s) Registration Number(s)	
75 <b>-</b> 253 <b>,</b> 063	75-253,065 75-140,633	
75-117,703	75-223,386 75-223,387	
75-223,388	75-223,383 75-223,385	
Number of I	roperties Enter the total number of properties involved. # 88	
Fee Amoun	Fee Amount for Properties Listed (37 CFR 3.41): \$	
Method o Deposit A		
(Enter for p	ment by deposit account or if additional fees can be charged to the account.)  Deposit Account Number: #	
	Authorization to charge additional fees: Yes No	
Statement a	d Signature	
attac	best of my knowledge and belief, the foregoing information is true and correct and any ed copy is a true copy of the original document. Charges to deposit account are authorized, as	
inaic	ted herein.	
Wendi E. Sloa	f Person Signing Signature Date Signed	
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FORM PTO-161 BC MAY 1 1 1999 CONTINUATION TRADEMARKS ONLY  U.S. Department of Commerce Patent and Trademark Office TRADEMARK
Conveying Party  Enter Additional Conveying Party  Mark if additional names of conveying parties attached  Execution Date  Month Day Yea
Name
Formerly
Individual General Partnership Limited Partnership Corporation Association
Other
Citizenship State of Incorporation/Organization
Receiving Party  Enter Additional Receiving Party  Mark if additional names of receiving parties attached
Name
DBA/AKA/TA
Composed of
Address (line 1)
Address (line 2)
Address (line 3)
City State/Country Zip Code  Individual General Partnership Limited Partnership If document to be recorded is an
assignment and the receiving party in not domiciled in the United States, a
Corporation Association appointment of a domestic representative should be attached
Other (Designation must be a separate document from the Assignment.)
Citizenship/State of Incorporation/Organization
Trademark Application Number(s) or Registration Number(s)  Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).
Trademark Application Number(s) Registration Number(s)
75-223,384 75-253,064 75-253,066
75-198,564 75-136,467 75-136,457
75-136,469 75-117,705 75-140,600
75-117,713 75-140,605 75-253,088

75-136,456

### RELEASE AND TERMINATION OF GRANT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS

WHEREAS, HELLER FINANCIAL, INC., a Delaware corporation is the owner of an outstanding security interest dated March 19, 1998, filed against the United States trademarks, trademark registrations, and trademark applications of HARD CANDY, INC., set forth in Schedule A (the "Marks"), which security interest was submitted to the Patent and Trademark Office for recordation on April 20, 1999;

WHEREAS, the parties wish to remove and terminate the aforesaid security interest and lien in the name of HELLER FINANCIAL, INC. so that HARD CANDY, INC. will have unencumbered title to the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, HELLER FINANCIAL, INC., does hereby release, remit and discharge its security interest and lien outstanding against the Marks and quit claim forever unto HARD CANDY, INC. all its right, title or interest in and to the Marks aforesaid together with any good will of the business symbolized thereby.

IN WITNESS WHEREOF, the undersigned has caused this release to be executed this 7th day of May, 1999.

HELLER FINANCIAL, INC.

Peter Linington

Title: Senior Vice President

Dated: May 7, 1999

State of California

County of Glindale

SS.

On this 7th day of May, 1999, before me personally appeared Peter Linington, known to me to be the individual who executed the foregoing instrument and acknowledged to me that he executed the same as the duly authorized officer of Heller Financial, Inc.

Notary Public

CARIDAD R, SISON
Commission # 1105748
Notary Public — California
Los Angeles County
My Comm. Expires Jul 16, 2000

WES.LYMH. (Q1. TERMINATION OF GRANT OF SECURITY INTEREST

## SCHEDULE A (Registered Marks)

Country	Mark	International Classes	Registration No.	Registration Date
United States	AWOL	3	2,101,628	09/30/97
United States	Boink	3	2,213,794	12/29/98
United States	Bubble Gum	3	2,055,333	04/22/97
United States	Candy Man	3	2,215,697	01/05/99
United States	Chocolate Kiss	3	2,122,972 cancellation pending	12/23/97
United States	Chronic	3	2,055,332	04/22/97
United States	Chump	3	2,215,763	01/05/99
United States	Coconut	3	2,099,033	09/23/97
United States	Cowboy	3	2,107,477	10/21/97
United States	Cry Baby	3	2,215,764	01/05/99
United States	Dog	3	2,101,704	09/30/97
United States	Dork	3	2,215,765	01/05/99
United States	Earth	3	2,117,509	12/02/97
United States	Felony	3	2,103,563	10/07/97
United States	Flaming	3	2,057,402	04/29/97
United States	Fluff	3	2,213,795	12/29/98
United States	Frigid	3	2,057,401	04/29/97
United States	Funky Junkie	3	2,099,558	09/23/97
United States	Gangsta Booty	3	2,107,326	10/21/97

Country	Mark	International Classes	Registration No.	Registration Date
United States	Ghetto Girl	3	2,213,793	12/29/98
United States	Gigolo	3	2,101,705	09/30/97
United States	Hard Candy	3	1,987,262	07/16/96
United States	Hard ♥ Candy	3	2,150,397	04/14/98
United States	Haze	3	2,055,331	04/22/97
United States	HC (logo)	3	2,059,480	05/06/97
United States	Heist	3	2,057,400	04/29/97
United States	Hippie Chick	3	2,101,631	09/30/97
United States	Holiday Homicide	3	2,099,639	09/23/97
United States	Icky Eggnog	3	2,099,640	09/23/97
United States	Invisible	3	2,115,458	11/25/97
United States	Jail Bait	3	2,057,533	04/29/97
United States	Jingle Balls	3	2,099,641	09/23/97
United States	Libido	3	2,101,706	09/30/97
United States	Manic	3	2,055,334	04/22/97
United States	Mermaid	3	2,059,341	05/06/97
United States	Narcotic _	3	2,057,564	04/29/97
United States	Navel	3	2,055,337	04/22/97
United States	Nymph	3	2,055,570	04/22/97
United States	Oedipus	3	2,101,707	09/30/97
United States	Pavement	3	2,057,405	04/29/97
United States	Pea Soup	3	2,099,557	09/23/97

Country	Mark	International Classes	Registration No.	Registration Date
United States	Pimp	3	2,055,338	04/22/97
United States	Porno	3	2,121,012	12/16/97
United States	Psychotic	3	2,132,189	01/27/98
United States	Pussy Cat	3	2,055,336	04/22/97
United States	Pyro	3	2,057,565	04/29/97
United States	Scam	3	2,055,529	04/22/97
United States	Scorn	3	2,057,404	04/29/97
United States	Seasonal Psychosis	3	2,099,642	09/23/97
United States	Sex Pistol	3	2,101,629	09/30/97
United States	Sexy Santa	3	2,099,643	09/23/97
United States	Skitzo	3	2,213,796	12/29/98
United States	Sky	3	2,059,342	05/06/97
United States	Soul	3	2,112,077	11/11/97
United States	Space Boy	3	2,101,630	09/30/97
United States	Squeeze	3	2,215,767	01/05/99
United States	Sushi	3	2,055,335	04/22/97
United States	Tantrum -	3	2,101,627	09/30/97
United States	Tease	3	2,057,566	04/29/97
United States	Testosterone	3	2,103,641	10/07/97
United States	Trailer Trash	3	2,057,403	04/29/97
United States	Tricky	3	2,215,766	01/05/99
United States	Vegas	3	2,115,554	11/25/97

Country	Mark	International Classes	Registration No.	Registration Date
United States	Vinyl	3	2,057,406	09/23/97
United States	XXXmas	3	2,099,644	09/23/97
United States	Bottle Design	3	2,177,733	09/08/95

4

## SCHEDULE A (Pending Applications)

Country	Mark	International Classes	Serial No.	Filing Date
Country	IVIAIR	Classes	Scriai 140.	Fining Date
United States	Candy Boy	3	75-253,063	03/06/97
United States	Candy Girl	3	75-253,065	03/06/97
United States	Fiend	3	75-140,633	07/26/96
United States	Greed	3	75-117,703 opposition pending	06/12/96
United States	Hard Candy	9	75-223,386	01/09/97
United States	Hard ♥ Candy	9	75-223,387	01/09/97
United States	HC (logo)	9	75-223,388	01/09/97
United States	Hard Candy	14	75-223,383	01/09/97
United States	Hard ♥ Candy	14	75-223,385	01/09/97
United States	HC (logo)	14	75-223,384	01/09/97
United States	Candy Boy	25	75-253,064	03/06/97
United States	Candy Girl	25	75-253,066	03/06/97
United States	Candy Man	25	75-198,564	11/15/96
United States	Chocolate Kiss	. 25	75-136,467 opposition pending	07/19/96
United States	Manic	25	75-136,457 opposition pending	07/19/96
United States	Trailer Trash	25	75-136,469	07/19/96

Country	Mark	International Classes	Serial No.	Filing Date
United States	Fetish	3	75-117,705 pending- suspended	06/12/96
United States	Love Child	3	75-140,600 pending- suspended	07/26/96
United States	Platinum	3	75-117,713 pending- suspended	06/12/96
United States	Tramp	3	75-140,605 pending; Plaintiff in Cancellation Action No. 26507 against Reg. No. 1,079,173	07/26/96
United States	Vice	3	75-253,088	03/06/97
United States	Sky	25	75-136,456 pending; suspended in light of conflict with the prior pending Appl. No. 75-091,571	07/19/96